

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE:	§	Chapter 11
	§	
FIELDWOOD ENERGY, LLC, <i>et al.</i>¹	§	CASE NO. 20-33948 (MI)
	§	
Debtors.	§	(Jointly Administered)
	§	

**ENTERPRISE GAS PROCESSING LLC’S AND AFFILIATES LIMITED OBJECTION
TO THE FOURTH AMENDED JOINT CHAPTER 11 PLAN OF FIELDWOOD
ENERGY LLC AND ITS AFFILIATED DEBTORS, JOINDER TO OBJECTIONS, AND
NOTICE OF ELECTION TO OPT OUT OF RELEASES IN DEBTORS’ PLAN**

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

COMES NOW, Enterprise Gas Processing LLC (together with each of its affiliates, collectively, “Enterprise”), a creditor and contract counter-party in the above-referenced bankruptcy cases, and files this (i) Limited Objection to the Fourth Amended Joint Chapter 11 Plan of Fieldwood Energy LLC and Its Affiliated Debtors (the “Plan”)²; (ii) Joinder to Objections; (iii) Notice of Opt Out of Releases, and in support thereof would respectfully show the Court as follows:

PRELIMINARY STATEMENT

1. Enterprise Gas Processing LLC did not receive a Release Opt Out Form, nor did it receive a ballot to vote on the Plan. Regardless, for the avoidance of doubt, Enterprise does not

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

² Terms not defined herein have the meaning ascribed to them in the Plan.

consent to and affirmatively opts out of, and elects not to grant the third party releases and related injunctions contained in the Plan.

LIMITED OBJECTION TO THE PLAN

2. Enterprise objects to the cure amount listed in the Notice to Contract Counter-Parties to Executory Contracts of Assumed Contracts and Cure Amounts (the “Cure Notice”). Enterprise is a party to multiple agreements with the Debtors and the cure schedules are inconsistent and contradict the treatment of the respective contracts identified within the Definitive Documents related to the Divisive Merger.

3. The prepetition cure amount owed to Enterprise Gas Processing LLC by Fieldwood Energy LLC is \$142,699.00. The purpose of Section 365(b)(1) is to restore the debtor-creditor relationship to a pre-default condition and bring it back into compliance with the terms of the contract. *In re DBSI, Inc.*, 405 B.R. 698, 704 (Bankr. D. Del. 2009). In addition, Enterprise reserves its rights to be reimbursed as part of its cure payment for all of its actual pecuniary losses, including, but not limited to, attorneys fees and costs expended with regard to enforcing its rights under the contracts and applicable state law in connection with the Debtors’ bankruptcy proceedings. Enterprise objects to the extent that all cure amounts are not immediately paid in full upon the Effective Date of the Plan.

JOINDER TO OBJECTIONS

4. Enterprise further, by and through its undersigned counsel, joins in the objections to the Plan filed by Nautilus Pipeline Company, L.L.C. (Docket #1428) and Manta Ray Offshore Gathering Company, L.L.C. (#1429).

5. For the reasons cited in the Objection, which are incorporated as if fully set forth herein, the Plan should not be confirmed, absent strict compliance with the requirements off 11 U.S.C. §365(b), including but not limited to providing adequate assurance of future performance.

Enterprise expressly reserves and preserves its rights to supplement this objection and joinder at any time up to and including the hearing to confirm the Plan.

CONCLUSION

WHEREFORE, Enterprise respectfully request that the Court sustain this Limited Objection, and further request that they be granted such other and further relief, general and special, at law or in equity, to which Enterprise may be justly entitled.

Dated: June 2, 2021

ANDREWS MYERS P.C.

/s/ T. Josh Judd

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CERTIFICATE OF SERVICE

I hereby certify that on June 2, 2021, a true and correct copy of the foregoing Objection and Joinder was served via the Court's Electronic Notification System to all parties requesting notice.

By: /s/ T. Josh Judd
T. Josh Judd